

CALLAWAY GOLF CO  
Form 8-K  
May 21, 2010

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934**

**May 18, 2010**

**Date of Report (Date of earliest event reported)**

**CALLAWAY GOLF COMPANY**

**(Exact name of registrant as specified in its charter)**

**DELAWARE**  
**(State or other jurisdiction)**

**1-10962**  
**(Commission)**

**95-3797580**  
**(IRS Employer)**

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(State of incorporation)

(File Number)

(Identification No.)

**2180 RUTHERFORD ROAD, CARLSBAD, CALIFORNIA**  
(Address of principal executive offices)

**(760) 931-1771**

**92008-7328**  
(Zip Code)

Registrant's telephone number, including area code

**NOT APPLICABLE**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07 Submission of Matters to a Vote of Security Holders**

On May 18, 2010 the Company held its 2010 Annual Meeting of Shareholders. Samuel H. Armacost, Ronald S. Beard, John C. Cushman, III, George Fellows, Yotaro Kobayashi, John F. Lundgren, Adebayo O. Ogunlesi, Richard L. Rosenfield, and Anthony S. Thornley were elected to the Board of Directors. In addition, the Company's shareholders ratified the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2010.

The voting results for the election of directors were as follows:

| Name                  | Votes For  | Votes Withheld |
|-----------------------|------------|----------------|
| Samuel H. Armacost    | 32,443,091 | 18,065,016     |
| Ronald S. Beard       | 32,621,187 | 17,886,920     |
| John C. Cushman, III  | 32,598,177 | 17,909,930     |
| George Fellows        | 50,162,318 | 345,789        |
| Yotaro Kobayashi      | 50,096,785 | 411,322        |
| John F. Lundgren      | 50,166,028 | 342,079        |
| Adebayo O. Ogunlesi   | 50,160,473 | 347,634        |
| Richard L. Rosenfield | 32,617,283 | 17,890,824     |
| Anthony S. Thornley   | 49,519,703 | 988,404        |

The voting results for the ratification of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2010 were as follows:

| Votes For  | Votes Against | Abstain | Broker Non-Vote |
|------------|---------------|---------|-----------------|
| 56,725,074 | 348,697       | 160,078 | -0-             |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**CALLAWAY GOLF COMPANY**

Date: May 18, 2010

By: */s/ BRIAN P. LYNCH*  
Name: **Brian P. Lynch**  
Title: **Vice President and Corporate Secretary**